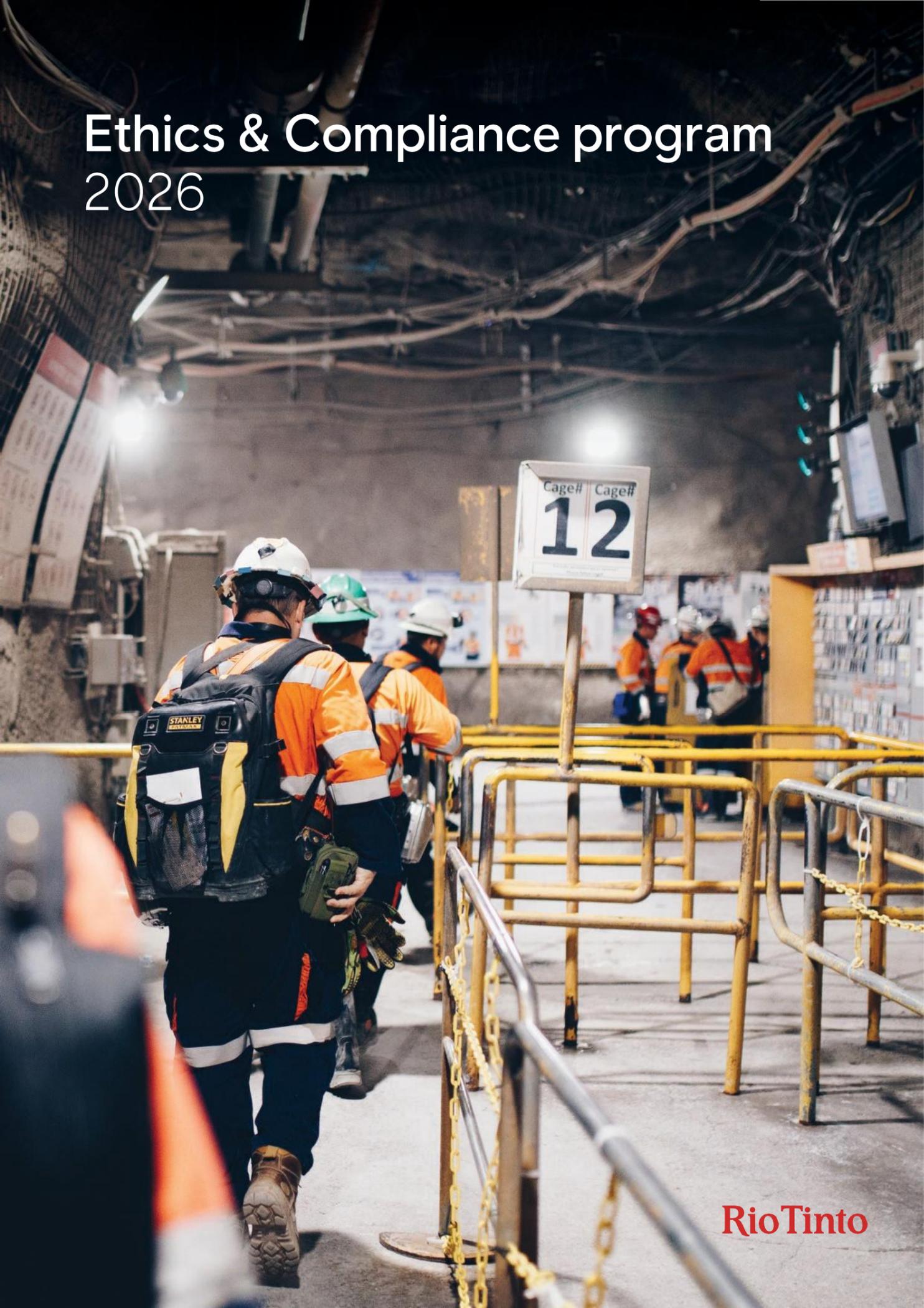


# Ethics & Compliance program 2026



RioTinto



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# 1. Overview

## 1.1

The Rio Tinto Ethics & Compliance Program (ECP) reflects the size and geographical spread of the Rio Tinto Group as well as the diverse activities of our assets. We understand that risk can vary across regions, activities and markets and accordingly, our ECP framework contains the core elements of the program that all Product Groups and Group Functions including all managed operations and projects are required to implement and follow.

## 1.2

Ethics & Compliance (E&C) is at the heart of the way we do business. Our program is continuously evolving to align with leading industry practices, ensuring that it is suitably tailored to the regulatory landscape and specific compliance risks we face across the countries where we operate.

## 1.3

All Rio Tinto employees are required to comply with company standards and procedures<sup>1</sup>, applicable laws and regulations, and where relevant, internationally recognised standards. We also strive to ensure that our business partners in our non-managed ventures respect and abide by the principles of the Business Integrity Standard and Procedure.

## 1.4

Our **ECP** is principle driven and risk-based, leveraging technology and innovation. The ECP consists of seven structural elements centred around Culture and our values, and is designed to prevent, detect and respond to ethics and compliance risks. The seven elements are:



<sup>1</sup> Ethics & Compliance is accountable for the TWWW (custodian of the document and its ethical principles), Business Integrity Standard and Business Integrity Procedure, Know Your Third Party Procedure, Sanctions and Trade Controls Standard, myVoice Standard, and Data Privacy Standard. Connectivity of these with the Group Business Travel Procedure, Group Expense Management Procedure, Group Procurement Standard, Joint Venture Procedure, New Country Entry Procedure, Risk Management Standard, Tax Policy and Procedures Manual, and Competition Standard form the foundation of the end-to-end ECP and 'Compliance by Design' through integration of compliance controls within the relevant spectra of group-level policies, standards and procedures.



### 1.5

A central and independent E&C function, under the Legal, Governance and Corporate Affairs group, led by the Chief Ethics & Compliance officer, has day-to-day responsibility for the design, implementation and effectiveness of the ECP.

### 1.6

E&C's regional compliance teams partner with the business to support, guide and advise on their understanding and implementation of the ECP and associated controls and conduct regular monitoring of the adequacy and effectiveness of the program. A 'Compliance by design' approach is applied, whereby ECP controls and other E&C requirements are embedded within existing control frameworks and key governance processes.

### 1.7

The ECP is based on a Prevent-Detect-Respond approach.

- a. **Prevent:** elements of the ECP that are preventative measures include Risk Assessment, Proportionate Procedures, and Communication & Training.
- b. **Detect:** elements of the ECP that are detective measures include Monitoring & Assessment, and relevant compliance controls embedded throughout our Proportionate Procedures.
- c. **Respond:** this falls primarily in the Confidential Reporting element, and includes incident management, clear consequences for wrongdoing and communication of lessons learned and actions to continually evolve other elements of the ECP.



# 2. Culture

## 2.1

Ultimately our ECP is a values-based program with Culture at its core. The seven elements of the ECP work to foster a culture that promotes compliance and ethics, a culture of integrity and promotes our values of Care, Courage and Curiosity.

## 2.2

Rio Tinto is committed to being a good corporate citizen and exercising humility in learning from mistakes with a willingness to do better and improve. We are conscious that ethical behaviour must start at the top and be embraced and reinforced down the leadership line.

## 2.3

We aim to embed ethical principles and ethical decision making via implementation of the ECP. We constantly encourage employees to view the ethical elements of any decision and facilitate this through our Ethical Decision Making Model (EDMM). Applying the EDMM helps us to pause, reflect and consider our choices and their potential impacts when making decisions.

## 2.4

We promote a culture of speaking up when things do not appear right. We can raise concerns about any behaviours that do not align with our values or might break the law. These can cover violations of our code of conduct, policies, standards, and procedures, issues relating to harmful and disrespectful behaviours (including sexual harassment, racism, discrimination, bullying and harassment), human rights, safety, environment, financial reporting, fraud or business integrity issues in general.

## Living our values of Care, Courage and Curiosity in every decision we make



### Pause and reflect

- Am I involving the right people?
- Am I clear on potential risks and impacts?



### Respect views

- Am I seeking diverse perspectives?
- Am I really listening without bias?



### Consider options

- Am I being bold and innovative?
- Am I raising any unexpected consequences?



### Test understanding

- Am I aware of all the facts?
- Am I causing harm to people, the planet, relationships or reputation?



### Be decisive

- Am I comfortable with my decision?
- Am I able to explain and publicly stand by my decision?



**It's not always straightforward.**

If unsure, ask for help: Leaders, Ethics & Compliance, People (HR), Legal, myVoice



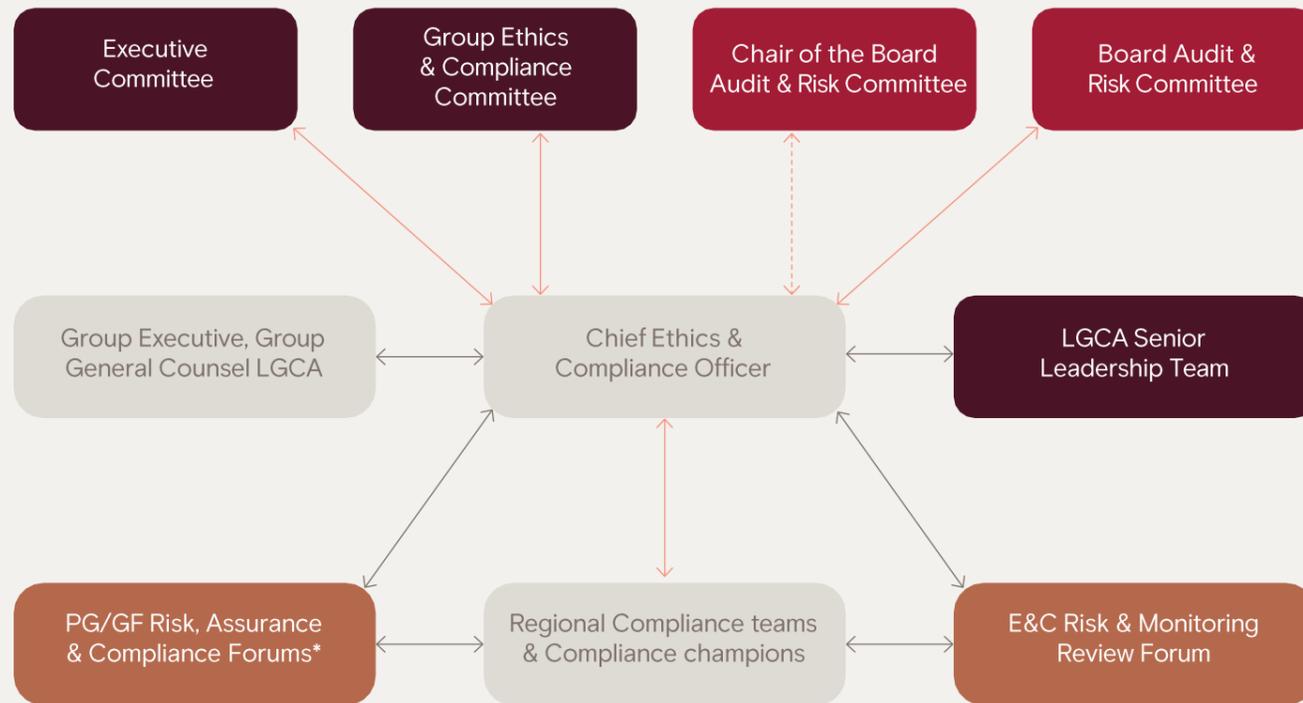
# 3. Ethics & Compliance program – Seven elements

## Leadership & oversight

**3.1**  
Ultimate responsibility for overseeing Rio Tinto's ECP and its effectiveness rests with the Board. The Board also has overall responsibility for risk management and internal controls architecture, and for ensuring that systems in place are robust and consider the principal risks faced by Rio Tinto.

**3.2**  
The Executive Committee also has an oversight role via the activities of the Group Ethics & Compliance Committee, which is an executive sub-committee.

**3.3**  
E&C's governance framework is set out below:



\*Or delegate of the CE&CO

## 3.4

The Group Ethics & Compliance Committee's purpose is to discuss, review and provide strategic input on compliance matters. It is chaired by the Chief Ethics & Compliance Officer, and includes as members the Group CFO, Chief Legal Officer & Corporate Affairs, and the Head of People. Other subject matter experts are invited to attend on a permanent or ad-hoc basis, as required.

## 3.5

Oversight of Rio Tinto's confidential reporting program and the company's values driven culture rests with the Board. Whistleblowing intake (webform and hotline) is independently operated by an external third party and managed by E&C.

## 3.6

Integrity messaging from the Chief Executive, Product Group and Functional Executives reinforces the importance of acting with integrity and associated behaviours and reminds employees that they should feel comfortable in reporting any concerns, be it to management, HR, or to myVoice, our confidential reporting program.

## Risk assessment

### 3.7

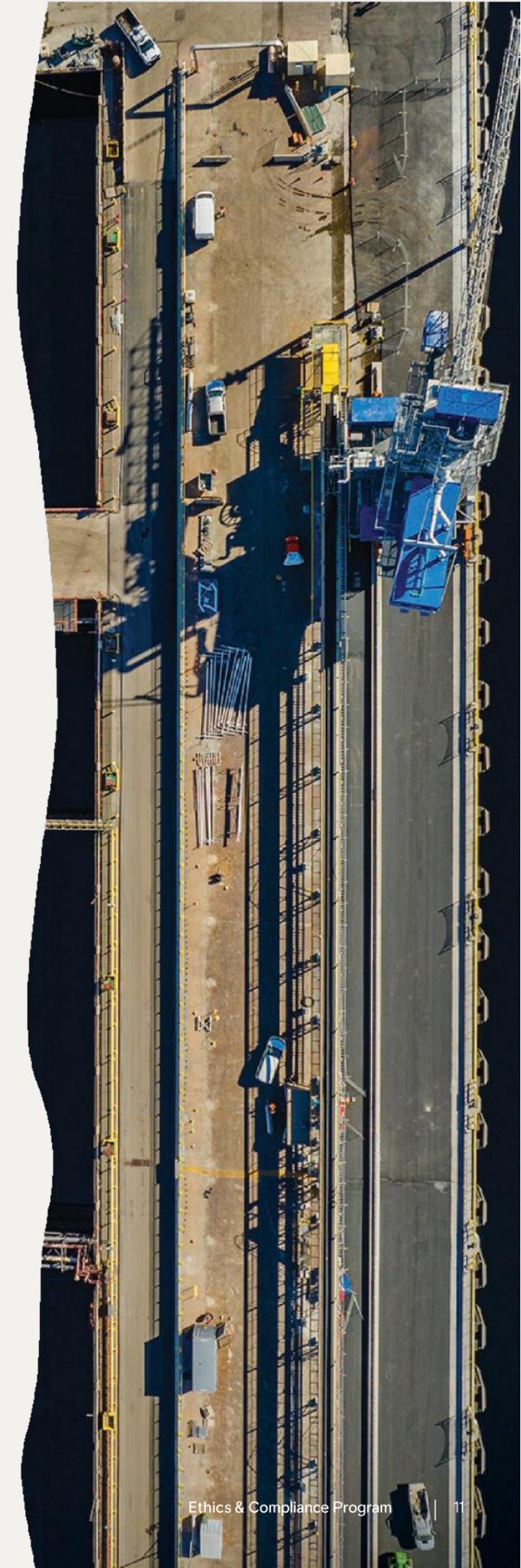
A reliable risk assessment, drawn from multiple sources of internal and external data (including the regulatory environment), is a core element of an effective ECP as it allows a 'Resource to Risk' approach. It enables us to identify compliance risks and ensure mitigating actions are in place to prevent such risks from being realised.

### 3.8

The cornerstone of Rio Tinto's approach to risk is ensuring that awareness of risk is embedded in all aspects of decision-making. As such, Rio Tinto's Risk Management Policy and Standard are applicable across all business units and functions. Further, they make it clear that responsibility for the identification and management of risk lies with each employee, and particularly business leaders.

### 3.9

Annual risk reviews and quarterly Risk, Assurance and Compliance (RAC) forums facilitate the review and oversight of risks and control environment effectiveness. These forums are used to identify, review, and monitor critical compliance and operational risks with the input of senior leadership, and to confirm that material risks and controls are being managed effectively to ensure the integrity of financial reporting and our internal control and risk management framework.





### 3.10

Product Groups or Group Functions address their compliance risks as part of their enterprise risk process reviews. In line with the Group's Risk Framework and Risk Management Standard, compliance risks are assessed at a minimum annually with the exception of Class IV risks or Class III risks which must be actively managed and reviewed at least three times per year. E&C regional compliance teams support risk owners from Product Groups and Group Functions with identification and evaluation of compliance risks.

### 3.11

To facilitate risk profiling and data analytics, a group-wide business integrity risk taxonomy is used to classify compliance risks. Corrective and preventative actions identified from ECP processes are assigned to compliance risks and captured in Rio Tinto's enterprise risk management system. Implementation of mitigating actions is tracked in order to ensure risks remain managed. Accompanying the business integrity risk taxonomy is a business integrity Group Controls Framework, detailing Group level controls that should be applied to relevant compliance risks.

### 3.12

E&C monitors the global management of compliance risks at the E&C Risk and Monitoring Review forum (RMRF). This forum meets at least three times a year. The purpose of the forum is to assist the CECO, with the support of the Ethics & Compliance leadership team, to formally review and confirm that the material compliance risks are being managed effectively by the business and to flag any emerging risks. The outputs of this forum inform: (i) discussion of business integrity risks, and the ECP, at the Group Ethics & Compliance Committee, as discussed earlier; and (ii) regular reporting to the Board Audit & Risk Committee.

### 3.13

Business unit level reviews that form part of E&C's monitoring framework are based on the site's risk profile, and are informed by existing compliance risk information contained in the enterprise risk management system, results of transactional testing, prior audits, discussions with management, substantiated investigations, and E&C business unit reviews.

## Proportionate procedures

### 3.14

The ECP is underpinned by Policies, Standards and Procedures (PSPs) that have been designed proportionally based on risk and regulatory obligations.

### 3.15

The way we work (TWWW) is Rio Tinto's code of conduct and E&C is the custodian. It is the overarching governance and authority for the ECP and provides clear expectations for how we should conduct our business, no matter where we work or where we are from. It explains how Rio Tinto delivers its respective purpose and strategy through a set of expected behaviours and standards.

### 3.16

TWWW outlines Rio Tinto's values of care, courage and curiosity. It is intended to provide group-wide, principles-based guidance and applies to all employees, associates and contractors.

### 3.17

TWWW makes it clear that Rio Tinto prohibits bribery and corruption in all its forms, no matter what. TWWW also sets out baseline expectations of employees, namely that they:

- a. act honestly and transparently;
- b. speak up and challenge the status quo when something feels wrong;
- c. accept responsibility for their actions and accountability for their decisions; and
- d. conduct business in compliance with the law.

### 3.18

E&C is the owner of the Business Integrity Standard (BIS) and the Business Integrity Procedure (BIP), which are fundamental to the framework and operation of the ECP. The BIS sets out the high-level principles while the BIP contains detailed procedures and mechanisms for effecting such compliance. Both the BIS and the BIP are mandatory and apply to all employees, core contractors and associated people that act for or on behalf of Rio Tinto (irrespective of whether they are internal or external) across all Product Groups, Functions, business units, and managed operations and projects.

### 3.19

The BIS and the BIP set out the detailed requirements of the ECP and, specifically, the requirements and controls in place in relation to: (i) third party benefits; (ii) management of conflicts of interest; (iii) facilitation payments; (iv) sponsorships, donations and community support; (v) mergers, acquisitions and joint ventures; (vi) the engagement of third parties; and (vii) fraud and other economic crimes.



### 3.20

Rio Tinto employees and associates are bound by the six key principles set out in the BIS when making a business decision, namely that it:

- a. be permitted by and comply with all applicable laws and regulations;
- b. be compliant with Rio Tinto policies, standards and procedures;
- c. not be undertaken by somebody with a conflict of interest;
- d. have a legitimate business purpose;
- e. be consistent with our code of conduct, *The way we work*; and
- f. not risk our reputation for integrity and strong governance.

### 3.21

E&C owns the Data Privacy Standard, which sets out the Data Privacy Principles to be applied. The Data Privacy Principles are designed to meet the most stringent Data Privacy regulations globally.

### 3.22

The Know Your Third Party Procedure underpins the Due Diligence Program, setting out the requirements to complete and manage third party risk arising from suppliers, customer, partners or any other third party Rio Tinto engages with.

### 3.23

The Sanctions and Trade Controls Standard formalises our sanctions screening procedures and, more broadly, sets out the requirements for compliance with applicable economic sanctions and trade controls laws and regulations.

### 3.24

The myVoice Standard is the Group Standard for Rio Tinto's Global Whistleblower and Confidential Reporting Program, myVoice. This Standard sets out the principles by which myVoice is operated by E&C. It also sets out who can make a report; the types of concerns that can, and should, be reported and how; what happens after a report is submitted; and the protection for individuals who make a report via myVoice or for other parties involved.

### 3.25

The standards and procedures that form part of the ECP are reviewed and updated regularly to reflect changes in both risk exposure and regulatory obligations. As a minimum they are reviewed every three years.

### 3.26

Although not owned by E&C directly, there are multiple Group level PSPs that contain requirements and controls that also support an effective ECP and compliance risk management. These are listed in the footnote on page 5 of this document.

## Due diligence

### 3.27

Our third party due diligence process is critical in assessing the risk exposure from third parties that we do business with (third parties). Assessing the risk exposure of a third party allows us to make risk informed decisions about who we engage with to ensure Rio Tinto works with reputable third parties.

### 3.28

All new third parties must undergo due diligence prior to engagement. As a minimum, for entities deemed inherently low risk, baseline screening is completed, which assesses sanctions, regulatory enforcement actions and screens against Rio Tinto's third party internal watchlist. For third parties meeting higher inherent third party risk criteria, such as country and activity risk, we perform more detailed levels of due diligence to highlight business integrity risks such as bribery and corruption, money laundering, terrorist financing and tax evasion and other financial crimes, politically exposed persons, human rights and other reputational risks.

### 3.29

Depending on their risk rating, higher risk third parties undergo online and/or face-to-face anti-bribery and corruption training as part of the risk mitigation strategy. Engagements with High risk third parties should not proceed without E&C's confirmation that all recommended mitigation actions per the due diligence report have been completed and approval obtained from the Chief Ethics & Compliance Officer (or their delegate).

### 3.30

We also conduct detailed Compliance Program Assessments on third parties as part of our due diligence reviews of potential partners when considering a joint venture, mergers and acquisitions and/or other high-risk transactions or activities.





## Communication & training

### 3.31

The E&C team develops targeted, tailored and risk-based training and conducts communication awareness campaigns to:

- a. promote ethical decision making and embed key messages on ethics and compliance across the Group;
- b. address business specific requirements on ethics and compliance matters;
- c. engage the business via risk to role training and tailored face-to-face sessions for targeted employees and high risk third parties;
- d. educate about the ECP and related standards;
- e. share integrity insights and lessons learned from incidents and investigations across the Group to prevent reoccurrence and facilitate the embedding of acceptable behaviours; and
- f. incentivise employees and their teams to engage in ethical behaviours<sup>2</sup>.

### Communication

#### 3.32

We have an annual communication plan designed to raise awareness about various aspects of the ECP.

#### 3.33

E&C and business leaders distribute a host of targeted messages and campaigns to employees throughout the year related to the ECP, via email, social media, the intranet (Element) and internal channels. We promote and embed the culture of integrity and extend the reach of the ECP, including cascade of integrity insights, using regional E&C compliance champions as influencers.

#### 3.34

We have an annual Integrity Honours Program that celebrates employees who champion integrity, support the ECP, and ultimately further embed ethics and compliance into our culture. Teams, groups and individuals can be nominated. Winners are chosen by the Ethics & Compliance senior leadership team and receive a certificate and a letter of recognition signed by the CEO.

### 3.35

We have a Compliance Champions Program, where amongst other things, our Compliance Champions receive targeted updates on new E&C projects and initiatives and how they can engage and collaborate with E&C. The aim of the program is for the Champions to act as E&C “influencers” within their respective parts of the business and to facilitate engagement with E&C.

### Training

#### 3.36

E&C’s online and in-person training, attestations and campaigns are key elements of our ECP and are instrumental in countering compliance risks, to ensure mandatory requirements and controls are understood and effectively implemented in practice.

#### 3.37

Employees with network access must complete mandatory online Code of Conduct training on an annual basis. This training is considered the minimum baseline that all employees must receive. Non-network employees are considered lower risk. These employees receive training via a mandatory training video that must be watched annually.

### 3.38

In addition to the Code of Conduct annual training, the E&C regional teams also apply risk-to-role criteria to target face to face training with employees who have a higher exposure to compliance risks based on the nature of their roles and/or location.

### 3.39

Additionally, we deploy small group, immersive, scenario based anti-bribery and corruption face-to-face training based on lessons learned from relevant investigations to teams exposed to higher risk.

### 3.40

Mandatory risk-based training in conjunction with the third party on-boarding process is required for certain third parties using Rio Tinto’s online training portal. This training communicates a clear message on Rio Tinto’s stand against bribery and corruption, and includes sections on a range of other topics under E&C’s remit. Third parties are assigned online training using risk-based criteria and/or in response to emerging risks.

<sup>2</sup> Integrity Honours campaign recognising, incentivising employees, leaders and their teams to engage in ethical behaviours.

## Monitoring & assessment

### 3.41

It is critical that the output of monitoring and assessment informs the ongoing design of the ECP in ensuring it remains aligned to the risk profile of the organisation.

### Monitoring

### 3.42

Monitoring activities are designed to ensure that the ECP is implemented and operating effectively across all areas of the business. Monitoring results also inform the design of the ECP and continued evolution to remain aligned to Rio Tinto's risk profile.

### 3.43

E&C has developed a comprehensive Monitoring Controls Handbook that outlines the monitoring procedures that are performed on a continuous basis.

### 3.44

Our monitoring program is premised on three pillars: (a) transactional testing of compliance controls; (b) on-site reviews; and (c) trend analysis.

**a. Transaction testing:** is conducted via both periodic manual sampling and the use of automated data analytics drawing on historic data contained in the various online BI registers and General Ledger accounts. It enables us to assess the operating effectiveness of our compliance controls as well as the level of adherence across the business to our respective BI related PSPs. Monitoring is carried out in relation to the main areas exposing Rio Tinto to BI risk including conflicts of interest, benefits, sponsorship, donations and financial community contributions, due diligence and other high-risk transactions.

**b. On-site reviews:** allow us to better understand the compliance culture of relevant sites and to identify opportunities for improvement. The review methodology includes transactional testing of key compliance controls and interviews with employees/contractors most exposed to business integrity risks. The objectives of these reviews are to: a) assess the adequacy of design of compliance controls; b) assess effective implementation; and c) test that ECP works in practice: to prevent incidents and any reoccurrence and detect transactional and behavioural red flags and follow up on potential non-compliances.

**c. Trend analysis:** focusses on using information from E&C systems and processes in conjunction with other data points to identify insightful patterns and understand business integrity risk profiles and changes over time. By analysing key BI risk indicators E&C can better detect potential or emerging compliance issues and ensure timely intervention to prevent the chances of these issues occurring. In addition to trend analysis, E&C perform regular preventative monitoring on disclosures to ensure appropriate endorsements are obtained as per the BIP.

### Assessment

### 3.45

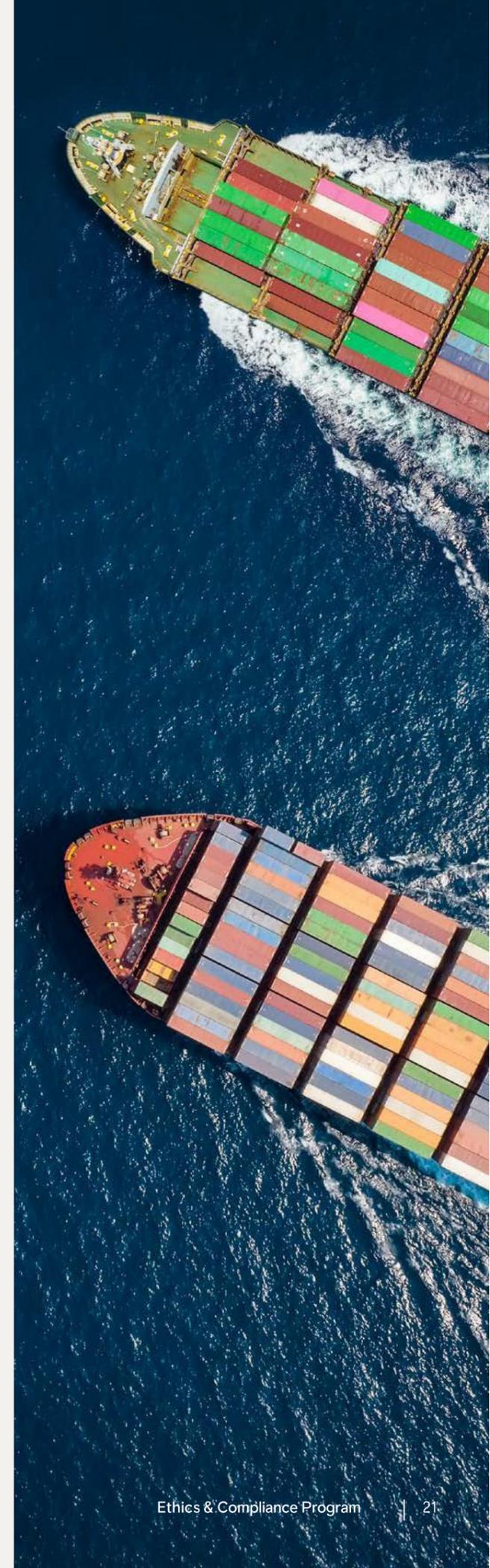
The ECP is subject to both internal and external audits on a periodic basis.

### 3.46

Rio Tinto Group Internal Audit is responsible to provide assurance to the Board that the systems for risk management, internal controls and governance are adequate, effective, and are regularly reviewed and updated. Elements of the ECP are assessed by Group Internal Audit each year.

### 3.47

Outside the mandated Group Internal Audit program, E&C on occasion engages directly with third party assurance advisers to review the ECP (or specific elements), either at a Group level or on a specific component of the business where compliance risks are deemed high.



## Confidential reporting

### 3.48

At Rio Tinto, we want to create and maintain a safe, respectful and inclusive workplace, with a strong ethical culture that reflects our values. We encourage and support people to speak up freely and without fear of retaliation. This allows us to act on and learn from issues that have the potential to cause harm to people, communities and / or risk to our business. We are committed to ensuring our response to alleged misconduct is people centric, trauma-informed, timely and proportionate.

### myVoice

### 3.49

myVoice is Rio Tinto's confidential, independently operated (externally managed hotline and web-intake) reporting program. This program is a key part of our commitment to living our values, building trust, and creating a safe, respectful and inclusive workplace and is an essential element of the ECP framework.

### 3.50

Anyone who suspects or witnesses potential misconduct, such as a business integrity wrongdoing, or harmful / improper behaviours, that relates to Rio Tinto's business, can make a report via myVoice. Reporters may include current and former employees, shareholders, contractors and subcontractors, external consultants, suppliers, customers, service providers, business partners, members of the public or the communities where we operate.

### 3.51

Rio Tinto does not tolerate detrimental action or retaliation towards any individual raising a concern, including when the concern is raised through myVoice, or when an individual is suspected of raising a concern. If such detrimental action or retaliation occurs, individuals should raise this immediately to myVoice.

### 3.52

Reports directly to myVoice can be made online via the myVoice website, by email, by phone using the available toll-free telephone numbers, or via mobile. myVoice allows for anonymous reporting of concerns.

### 3.53

Once a report is received, the Ethics & Compliance Triage and Assessment team will determine if an investigation is deemed necessary or legally required. Investigations will be generally conducted by one or more Investigators from the Ethics & Compliance Investigation Team. In some cases, an investigation may be conducted by an external third party such as a law firm, or a forensic accounting firm.

### Care Hub

### 3.54

Care Hub supplements myVoice by providing additional means to raise and resolve concerns related to disrespectful or harmful behaviours such as bullying and harassment, sexual harm, racism and discrimination.

### 3.55

If concerns reported to myVoice can be addressed through non-investigative means, Care Hub will discuss options with the reporter and/or other impacted people. Non-investigative resolutions may include mediation, coaching, difficult conversation support, acknowledgment and apology, education and training.

### 3.56

Care Hub also provides support to those impacted by harmful behaviours at work such as bullying, harassment, sexual harm, racism and/or discrimination. Care Hub will listen and understand the wellbeing needs of those impacted by harmful behaviours and facilitate appropriate wellbeing support.

myVoice Care Hub



Scan the QR code to visit the myVoice website



## Rio Tinto